

# EXHIBIT C

1  
2 UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

3 -----X  
PAVLE ZIVKOVIC,

4  
5 PLAINTIFF,

6 -against- Case No.: 1:22-cv-07344  
(GHW)

7  
8 VALBELLA AT THE PARK, LLC,

9  
10 DEFENDANT.

11 -----X

12 DATE: February 8, 2023  
13 TIME: 12:17 P.M.

14  
15  
16 REMOTE DEPOSITION of ROSEY  
17 KALAYJIAN, taken by the respective parties,  
18 pursuant to a Notice and to the Federal Rules  
19 of Civil Procedure, held via video  
20 teleconference, before Diane Buchanan, a  
21 Notary Public of the State of New York.

1 ROSEY KALAYJIAN

2 A. Approximately -- I don't recall the  
3 exact dollar amount.

4 Q. More or less than \$1 million?

5 A. More.

6 Q. And why is it that you just didn't  
7 invest the money directly into Valbella At  
8 The Park, why did you invest it in Oak Grove?

9 A. That's the way they do it. It's a  
10 business decision.

11 Q. I understand it was a business  
12 decision, why did you make that business  
13 decision?

14 A. It's just a business decision I  
15 have with my accountant.

16 Q. Who is Oak Grove LLC accountant?

17 A. Larry Weiner and Bruce Dailey.

18 Q. And you hired them?

19 A. I did.

20 Q. Where did the money come from that  
21 was invested in Oak Grove LLC?

22 A. From my money market account.

23 Q. Do you know if all of it came from  
24 your money market account?

25 A. Yes.

1 ROSEY KALAYJIAN

2 asked how many distributions, I don't recall  
3 the number.

4 Q. You also said you don't know how  
5 much you invested now you are saying you  
6 don't know how much you paid yourself back;  
7 is that right?

8 A. Right, I don't have my bookkeeping  
9 with me.

10 Q. You have your own personal record  
11 of how much you invested?

12 A. In my -- at my computer at my job,  
13 I do.

14 Q. You have a record of how much you  
15 have reimbursed yourself, for yourself?

16 A. Yes, at work.

17 Q. Does Oak Grove LLC keep records of  
18 how much it's been paid back?

19 A. I don't know. You have to ask my  
20 accountant.

21 Q. It says in section 3 that the Oak  
22 Grove manager is entitled to a key man life  
23 insurance policy, that manager is David  
24 Ghatanfard. Are you familiar with that life  
25 insurance policy?

1 ROSEY KALAYJIAN

2 attorney, the answer was correct, right?

3 A. My accountant looks at me, not me.

4 Q. Right. Do you know if the  
5 restaurant is profitable?

6 A. I do not.

7 Q. Again, you made over a million  
8 dollars investment in the restaurant per your  
9 testimony, you just don't know if that more  
10 than million dollars investment has been  
11 profitable; is that your testimony?

12 A. Correct.

13 Q. Who would know the answer whether  
14 the restaurant is profitable or not?

15 MR. SEEMAN: Objection.

16 A. My accountant.

17 Q. You testified both of your  
18 accountants work together, are they in the  
19 same office?

20 A. They are.

21 Q. Let's continue looking at this and  
22 looking at page 30 of Defendant's production.  
23 There is first amendment to the operating  
24 agreement of Valbella At The Park, do you see  
25 that?

1 ROSEY KALAYJIAN

2 you got 90 percent of the LLC per these  
3 agreements?

4 A. As I stated in the beginning of  
5 this David wants to retire. He doesn't want  
6 ownership.

7 Q. Are your contributions divided 90  
8 percent you and 10 percent him?

9 MR. SEEMAN: Objection.

10 A. I believe so. I don't recall.

11 Q. What information would help you  
12 recall if 90 percent of the investment was  
13 yours and 10 percent was David?

14 A. I don't know.

15 Q. You said that the restaurant  
16 Valbella is paying you back for your  
17 investment, right?

18 A. Correct.

19 Q. If you don't know how much you  
20 invested, how would you know they fully paid  
21 you back for your investment?

22 MR. SEEMAN: Objection.

23 A. When my accountant tells me.

24 Q. So your accountant has records how  
25 much was invested by you and how much was

1 ROSEY KALAYJIAN

2 invested by David?

3 A. He should, yes.

4 Q. Do you know if he does?

5 A. I do not know.

6 MR. SEEMAN: Objection.

7 Q. If we depose your accountant he  
8 would be able to answer these questions if he  
9 had the records?

10 A. Possibly.

11 Q. Is there anyone else besides the  
12 accountant that would know the answer to the  
13 questions?

14 A. No, not that I'm aware of.

15 Q. Would David know the answers to  
16 these questions?

17 A. Possibly.

18 Q. I would like to show you page P313  
19 of Exhibit 1, it's notice of period and  
20 payday.

21 A. Um-hum.

22 Q. Just to be clear, we were talking  
23 about it earlier, the V, that's the same V  
24 that was used in Valbella Midtown for their  
25 logo?